

Cotton Plains Wind I, LLC

February 3, 2015

By Federal Express and Electronic Mail

Mr. Gilbert Trevino
Superintendent
Floydada Independent School District
226 W. California Floydada Independent School District]
Floydada, Texas 79235

Texas Comptroller of Public Accounts
Attn: Korry Castillo and Stephanie Jones
Lyndon B. Johnson State Office Building
111 East 17th Street
Austin, Texas 78774

Re: Application for Tax Abatement Agreement Pursuant to Chapter 313, Texas Tax Code with
Cotton Plains Wind I, LLC (Comptroller Application No. 1111)

Dear Superintendent Trevino, Ms. Castillo, and Ms. Jones,

Reference is made to that certain Application for Appraised Value Limitation on Qualified Property submitted by Cotton Plains Wind I, LLC (“Cotton Plains”) on November 5, 2015 (the “#1111 Application”).

The Floydada Independent School District (the “District”) has discussed and the office of the Texas Comptroller of Public Account’s office (the “Comptroller”) is considering the #1111 Application. Cotton Plains hereby withdraws the #1111 Application from consideration by the District and the Comptroller’s office.

As the District and Comptroller are aware, Cotton Plains will be submitting a revised amendment to its existing Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes between the District and Cotton Plains dated September 8, 2015. Old Settler Wind, LLC, an affiliate of Cotton Plains, will be submitting a new 313 application in place of the withdrawn #1111 Application.

We look forward to continuing to work with the District and Comptroller.

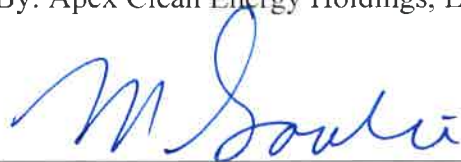
Sincerely,

Cotton Plains Wind I, LLC

By: Cotton Plains Holdings, LLC, its sole member

By: Apex GCL, LLC, its sole member

By: Apex Clean Energy Holdings, LLC, its sole member

A handwritten signature in blue ink, appearing to read "M. Goodwin", is written over a horizontal line.

Mark Goodwin, President